

3400 CENTRE SQUARE WEST  
1503 MARKET STREET  
PHILADELPHIA, PA. 19102  
(215) 972-3400

38 SQUARE DE MEEUS, BTE I  
1040 BRUSSELS, BELGIUM  
(02) 511 80 40

PRINCES HOUSE  
95 GRESHAM STREET  
LONDON, EC2V 7NA, ENGLAND  
01. 606. 8598

LAW OFFICES OF  
**DECHERT PRICE & RHODES**

888 17th STREET, N. W.  
WASHINGTON, D. C. 20006  
TELEX 84 5324 • BARDEP

(202) 872-8600

9630-24  
FEB 11 1981 3 02 PM  
INTERSTATE COMMERCE COMMISSION  
ELEVEN BROADWAY  
NEW YORK, N. Y. 10004  
(212) 425-3510  
SUITE 1760  
ENERGY CENTER ONE  
717 SEVENTEENTH STREET  
DENVER, COLORADO 80202  
(303) 623-1777

800 NORTH THIRD STREET  
HARRISBURG, PA. 17102  
(717) 233-7947

February 11, 1981

Agatha L. Mergenovich, Secretary  
Interstate Commerce Commission  
12th and Constitution Avenue, N.W.  
Washington, D.C. 20423

1-042A210  
FEB 11 1981  
10.00

ICC Washington, D. C.

RECEIVED  
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I.C.C.  
FEE OPERATION BR.

Dear Secretary Mergenovich:

Pursuant to 49 U.S.C. §11303 and the Commission's rules and regulations, I enclose for filing and recordation an original and three copies of a Notice of Partial Termination Pursuant to Equipment Lease Termination Agreement dated February 6, 1981 made by National Railway Utilization Corporation and acknowledged by Girard Leasing Corporation. This Notice of Partial Termination amends the Equipment Lease Agreement filed with the Commission on August 8, 1978, at 10:25 A.M. and assigned Recordation Number 9630.

The names and addresses of the parties to the Notice of Partial Termination document are as follows:

(a) Lessee:

National Railway Utilization Corporation  
1100 Centre Square East  
1500 Market Street  
Philadelphia, PA 19102

(b) Lessor:

Girard Leasing Corporation  
3 Girard Plaza  
Philadelphia, PA 19101

Pursuant to this Notice of Partial Termination and the Equipment Lease Termination Agreement dated October 16, 1980, filed with the Commission on November 3, 1980, at 4:00 P.M. and assigned Recordation Number 9630-F, the following boxcars are no longer subject to the Equipment Lease Agreement:

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Agatha L. Mergenovich, Secretary  
February 11, 1981  
Page Two

Fifty (50) 50'6" 70-ton XM rated boxcars  
manufactured by Southern Iron and Equipment  
Company, a Division of Evans Transportation  
Company and bearing numbers PT 200048 through  
PT 200055 inclusive and PT 200057 through PT  
200098 inclusive.

? See doc  
are MNJ #s &  
NSL #s

Please file and record the Notice of Partial Termination,  
cross-indexing it to the Equipment Lease Agreement and the  
Equipment Lease Termination Agreement and under the names of  
the Lessees and the Lessor. A check is enclosed for \$10.00  
as prescribed pursuant to 49 C.F.R. §1116.3(d).

Please stamp all seven copies of the Notice of Partial  
Termination and the attached copies of this transmittal  
letter with your official recording stamp. You will wish to  
retain two copies of the Notice of Partial Termination and  
the original transmittal letter. Please return the original  
and the remaining copies of the Notice of Partial Termination  
and the remaining copies of the transmittal letter to the  
bearer of this letter.

Sincerely,



Robert P. vom Eigen

RPvE:dn

Encls:

**Interstate Commerce Commission**  
**Washington, D.C. 20423**

**OFFICE OF THE SECRETARY**

Robert P. Vom Eigen  
Dechert Price & Rhoads  
888 17th Street, N. W.  
Washington, D. C. 20006

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 2/11/81 at 3:00PM, and assigned recordation number(s) 9630-G.

Sincerely yours,

*Agatha L. Mergenovich*  
Agatha L. Mergenovich  
Secretary

Enclosure(s)

FEB 11 1981-3 00 PM

## INTERSTATE COMMERCE COMMISSION

NOTICE OF PARTIAL TERMINATION  
PURSUANT TO EQUIPMENT LEASE TERMINATION  
AGREEMENT

This Notice of Termination dated the 6th day of February, 1981, is provided by National Railway Utilization Corporation ("Lessee") to Girard Leasing Corporation ("Lessor") and is acknowledged by Lessor.

BACKGROUND

A. Lessor and Lessee entered into an Equipment Lease Agreement dated as of August 8, 1978, and recorded on that date with the Interstate Commerce Commission, and bearing recordation number 9630. The Equipment Lease Agreement provides for the lease of ninety-four 50'6" 70-ton XM rated boxcars.

B. Subsequent to a default under the Equipment Lease Agreement, Lessor and Lessee entered into an Equipment Lease Termination Agreement dated October 16, 1980, and recorded with the Interstate Commerce Commission on November 3, 1980, and bearing recordation number 9630-F. Pursuant to that Termination Agreement, Lessee is to notify Lessor of the location and availability of boxcars and coordinate their return in accordance with Lessor's instructions.

C. The Equipment Lease Agreement terminates pursuant to the Termination Agreement as to each boxcar upon either of the following events: (1) their departure from third party storage facilities; (2) the exchange of communications by Lessee and Lessor relinquishing and assuming control of and responsibility for the boxcars; or (3) upon the boxcar being captured and way-billed collect to Lessor's designated location.

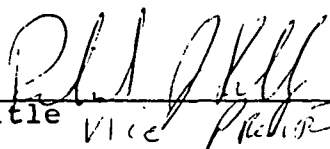
D. This Notice from Lessee, acknowledged by Lessor, identifies those boxcars with respect to which the Equipment Lease Agreement has been terminated since execution of the Termination Agreement.

NOTICE

WHEREFORE, Lessee hereby notifies Lessor that as to following boxcars the Equipment Lease Agreement has been terminated:

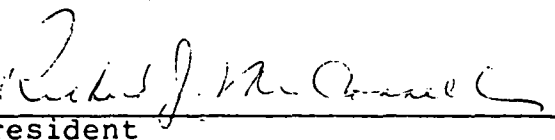
<u>DESCRIPTION</u>	<u>ROAD NUMBERS</u>
50'6" 70-ton XM Rated Boxcars manufactured by Southern Iron and Equipment Co., a Division of Evans Transportation Company.	MNJ 120941-120984, inclusive NSL 155100-155113, inclusive NSL 155115-155117, inclusive NSL 155119-155149, inclusive

NATIONAL RAILWAY UTILIZATION CORP.

By   
Title Vice President

ACKNOWLEDGED BY:

GIRARD LEASING CORPORATION

By   
President

Commonwealth of Pennsylvania :  
County of Philadelphia : ss.

On this 17<sup>th</sup> day of February, 1981 before me appeared Richard J. McConnell, to me personally known, who being by me duly sworn, says that he is President of GIRARD LEASING CORPORATION, that the foregoing instrument was signed on behalf of said Corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said Corporation.

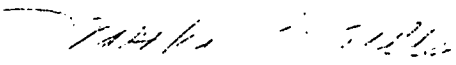
*Paul R. R. R.*  
Notary Public

[NOTARIAL SEAL]

My Commission Expires: AUGUST 31, 1981

Commonwealth of Pennsylvania :  
County of Philadelphia : ss.

On this 6th day of February, 1981 before me appeared Richard J. Kelly, to me personally known, who being by me duly sworn, says that he is Vice President of NATIONAL RAILWAY UTILIZATION CORPORATION, that the foregoing instrument was signed on behalf of said Corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said Corporation.

  
\_\_\_\_\_  
Notary Public

[NOTARIAL SEAL]

My Commission Expires:

ROBERT T. MILLS  
Notary Public, Phila., Phila. Co.  
My Commission Expires March 5, 1984

AFFIDAVIT

Commonwealth of Pennsylvania :  
: ss.  
County of Philadelphia :

The undersigned, a Notary Public in and for the aforesaid State and County, hereby certifies that the foregoing Notice of Partial Termination has been compared with the original and is a true and correct copy.

Michael H. McFurk  
Notary Public

[Notarial Seal]

My Commission Expires: April 27, 1981

Dated: Feb. 10, 1981